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Attorneys for Plaintiff

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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COUNTDOWN CLOCKS INTERNATIONAL	:
	:
Plaintiff,	: CASE NO. 07 CIV 7283
	:
	:
v.	:
	:
SHORTTIMERS CLOCK AND CHRISTOPHER SHEPPARD	:
	:
Defendants.	:
-----X	

REPLY TO COUNTERCLAIM

Plaintiff replies to the Counterclaims in the Answer as follows:

1. In reply to paragraph 27 of the Counterclaims, Plaintiff admits the statutory basis of the counterclaims.
2. In reply to paragraphs 28, 29, 30, 31 and 32 of the Counterclaim, Plaintiff admits the allegations therein.
3. In reply to paragraph 33 of the Counterclaim, Plaintiff reasserts all paragraphs of its Complaint, is without knowledge or information to respond to paragraphs 1-14 of the Answer, disagrees with and denies the allegations in paragraphs 15-26 of the Answer and repeats any previous reply to any Counterclaims.

In reply to paragraph 34 of the Counterclaims, Plaintiff admits the allegations.

In reply to paragraph 35 of the Counterclaims, Plaintiff denies the allegations therein.

In reply to paragraph 36 of the counterclaims, Plaintiff reasserts all paragraphs of its Complaint, is without knowledge or information to respond to paragraphs 1-14 of the Answer, disagrees with and denies the allegations in paragraphs 15-26 of the Answer and repeats any previous reply to any Counterclaims.

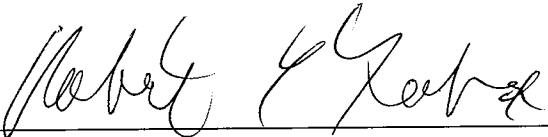
In reply to paragraph 37 of the Counterclaims, Plaintiff admits the allegations therein.

In reply to paragraphs 38 and 39 of the counterclaims, Plaintiff denies the allegations therein.

WHEREFORE, Plaintiff reasserts their request for relief as stated in the Complaint, requests that judgment not be entered for the Defendants as requested in the Defendants' prayer for relief and requests such other and further relief as this Court deems just and proper.

Respectfully submitted,

Dated:



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COUNTDOWN CLOCKS INTERNATIONAL

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing **REPLY TO COUNTERCLAIMS**, has been served upon the Attorneys for Defendants **SHORTTIMERS CLOCK AND CHRISTOPHER SHEPPARD**, The Law Offices of P.B. Tufariello, P.C., via electronic mail, sent September 10, 2007 and addressed to:

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